Public Joint Stock Company "ROSSETI South"

MINUTES
of the Meeting of the Executive Board of ROSSETI South, PJSC
Rostov-on-Don

07.03.2024 № 564/2024

The meeting format: absentee (by poll)
The Executive Board members who participated in the absentee voting: Krainski D.V., Dokuchaeva M.A., Zarkhin V.Yu., Kazakov A.I., Klinkov O.Yu., Korotkova M.V., Kravchenko K.Yu., Nikitchanova E.V., Tikhonova M.G., Polinov A.A., Ebzeev B.B.
Questionnaires not provided: none.
A quorum is present.
Date of the minutes: 7/03/2024

AGENDA

1. On consideration of the report of the single executive body on approval of the investment program in the Ministry of Energy of the Russian Federation and reasons for deviations of the approved investment program from the project approved by the Board of Directors of ROSSETI South, PJSC.
2. On approval of the new version of the Regulations on the Internal Audit Department of ROSSETI South, PJSC.
3. On consideration of the progress report on schedule plans for commissioning the objects of ROSSETI South, PJSC investment program and the report on public process and price audit of ROSSETI South, PJSC investment projects that contains the results of a summary analysis of conducted audits and conclusions summarizing the results of public and expert consideration.
4. On consideration of the progress report on the performance of the non-core asset register of Rosseti South, PJSC for Q4 2023 and 2023 and on approving the Non-core Asset Register of Rosseti South, PJSC as of 31/12/2023.
5. On approval of the credit plan of ROSSETI South, PJSC for 2024.
6. On approval of budgets of the Board of Directors' Committees of ROSSETI South, PJSC for the 1st half of 2024.

ISSUE №2: On consideration of the report of the single executive body on approval of the investment program in the Ministry of Energy of the Russian Federation and reasons for deviations of the approved investment program from the project approved by the Board of Directors of ROSSETI South, PJSC.
RESOLUTION:

Take into consideration the report of the single executive body of ROSSETI South, PJSC on the approval of the investment program of ROSSETI South, PJSC for 2024-2028 and amendments to the investment program of ROSSETI South, PJSC for 2023/2027 approved by Order №31@ of the Ministry of Energy Of Russia dated 24/11/2022, and information on the reasons for deviations of the approved investment program from the project approved by the resolution of the Board of Directors on 27/02/2023 (Minutes № 514/2023 dated 27/02/2023) in accordance with the Appendix 1 to this resolution of the Board of Directors.

Voting results:

Krainski D.V.	-	**FOR**	Klinkov O. Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Zarkhin V.Yu.	-	**ABSTRAINED**	Nikitchanova E.V.	-	**FOR**
Korotkova M.V.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Kazakov A.I.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Paramonova N.V.	-	**FOR**			

The resolution was approved.

ISSUE №2 On approval of the new version of the Regulations on the Internal Audit Department of ROSSETI South, PJSC.
RESOLUTION:

1. Approve the Regulations on the Internal Audit Department of Rosseti South PJSC in a new edition in accordance with Appendix 2 to this Resolution of the Board of Directors of the Company.

Recommend to the Sole Executive Body of the Company to approve the Regulations on the Internal Audit Department of Rosseti South PJSC in a new edition in accordance with Appendix 2 to this Resolution of the Board of Directors of the Company.

Voting results:

Krainski D.V.	-	**FOR**	Klinkov O. Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Zarkhin V.Yu.	-	**FOR**	Nikitchanova E.V.	-	**FOR**
Korotkova M.V.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Kazakov A.I.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Paramonova N.V.	-	**FOR**			

The resolution was approved.

ISSUE №3: On consideration of the progress report on schedule plans for commissioning the objects of ROSSETI South, PJSC investment program and the report on public process and price audit of ROSSETI South, PJSC investment projects that contains the results of a summary analysis of conducted audits and conclusions summarizing the results of public and expert consideration.
RESOLUTION:

To take note of the information provided by the General Director of the Company on the absence in the approved investment program for the period 2024-2028, and in the amendments project of the investment program for the period 2024-2028, of investment projects with an estimated cost of 1.5 billion rubles or more each subject to public technological and price audits, as well as information on the absence of calendar plans for the commissioning of the objects of the investment program of ROSSETI South, PJSC.

Voting results:

Krainski D.V.	-	**FOR**	Klinkov O. Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Zarkhin V.Yu.	-	**ABSTRAINED**	Nikitchanova E.V.	-	**FOR**
Korotkova M.V.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Kazakov A.I.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Paramonova N.V.	-	**FOR**			

The resolution was approved.

ISSUE №4 On consideration of the progress report on the performance of the non-core asset register of Rosseti South, PJSC for Q4 2023 and 2023 and on approving the Non-core Asset Register of Rosseti South, PJSC as of 31/12/2023.
RESOLUTION:

1. Take in consideration the progress report of the Non-core Asset Register of Rosseti South PJSC for Q4 of 2023 and the annual progress report of the Non-core Asset Register of Rosseti South PJSC as of 31/12/2023 in accordance with Appendix 2 and 4 to this regulation of the Board of Directors.

2. To approve the Non-core Asset Register of Rosseti South, PJSC, as of 31/12/2023 in accordance with the Appendix 5 to this regulation of the Board of Directors.

Voting results:

Krainski D.V.	-	**FOR**	Klinkov O. Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Zarkhin V.Yu.	-	**ABSTRAINED**	Nikitchanova E.V.	-	**FOR**
Korotkova M.V.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Kazakov A.I.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Paramonova N.V.	-	**FOR**			

The resolution was approved.

ISSUE №5: On approval of the credit plan of ROSSETI South, PJSC for 2024.
RESOLUTION:

1. To approve the credit plan of ROSSETI South, PJSC for 2024 in accordance with Appendix 6 to this resolution of the Board of Directors of the Company.

2. The Regulation of the Board of Directors of ROSSETI South, PJSC on 29/12/2023 (Minutes № 557/2023 dated 29/12/2023) on the issue №5 "Approval of the credit plan of ROSSETI South, PJSC for Q1 2024" is considered invalid.

Voting results:

Krainski D.V.	-	**FOR**	Klinkov O. Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Zarkhin V.Yu.	-	**ABSTRAINED**	Nikitchanova E.V.	-	**FOR**
Korotkova M.V.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Kazakov A.I.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Paramonova N.V.	-	**FOR**			

The resolution was approved.

ISSUE №6: On approval of budgets of the Board of Directors' Committees of ROSSETI South, PJSC for the 1st half of 2024.
RESOLUTION:

1. Approve the budget of the Audit Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2024 in accordance with Appendix 7 to this resolution of the Board of Directors of the Company.
2. Approve the budget of the HR and Remuneration Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2024 in accordance with Appendix 8 to this resolution of the Board of Directors of the Company.
3. Approve the budget of the Reliability Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2024 in accordance with Appendix 9 to this resolution of the Board of Directors of the Company.
4. Approve the budget of the Strategy Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2024 in accordance with Appendix 10 to this resolution of the Board of Directors of the Company.
5. Approve the budget of the Committee on Technological Connection to Electric Grids of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2024 in accordance with Appendix 11 to this resolution of the Board of Directors of the Company.

Voting results:

Krainski D.V.	-	**FOR**	Klinkov O. Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Zarkhin V.Yu.	-	**FOR**	Nikitchanova E.V.	-	**FOR**
Korotkova M.V.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Kazakov A.I.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Paramonova N.V.	-	**FOR**			

The resolution was approved.

The Executive Board Chairman	**D.V. Krainski**
Corporate Secretary	**Pavlova E.N.**